Scancell Holdings plc

REPORT AND CONSOLIDATED
FINANCIAL STATEMENTS

for the year ended 30 April 2018

Scancell Holdings plc
COMPANY INFORMATION

DIRECTORS

Dr J Chiplin
Dr C Holloway
Professor L Durrant
Dr S E Adams
Dr R M Goodfellow
Dr M G W Frohn
Dr A Lewis

SECRETARY

Eversecretary Limited

REGISTERED OFFICE

John Eccles House
Robert Robinson Avenue
Oxford Science Park
Oxford OX4 4GP

PRINCIPAL PLACE OF BUSINESS

John Eccles House
Robert Robinson Avenue
Oxford Science Park
Oxford OX4 4GP

REGISTERED NUMBER

06564638 (England and Wales)

AUDITOR

Champion Accountants LLP
Chartered Accountants & Statutory Auditor
2nd Floor
Refuge House
33-37 Watergate Row
Chester
CH1 2LE

Scancell Holdings plc
CHAIRMAN'S STATEMENT

I am pleased to report on the final results of Scancell Holdings plc for the year ended 30 April 2018.

During the financial year Scancell has announced a number of exciting collaborations and agreements:

- A Clinical Development Partnership with Cancer Research UK (CRUK) to fund and manage a Phase 1/2 study with Scancell's second ImmunoBody® vaccine, SCIB2, in combination with a checkpoint inhibitor for the treatment of non-small cell lung cancer (NSCLC) was announced in December 2017.

- A research collaboration on Moditope® between Scancell and BioNTech to develop T cell receptor (TCR) therapeutics was announced in January 2018.

- ISA Pharmaceuticals and Scancell entered into a collaboration agreement for the manufacturing, development and commercialisation of Modi-1/AMPLIVANT® conjugates as announced in February 2018.

- The PolyPeptide Group was contracted to manufacture Scancell's Modi-1/AMPLIVANT® conjugates as announced in April 2018.

- An agreement with the University of Nottingham to licence several novel monoclonal antibodies against tumour-associated glycans was announced in April 2018.

The Company has also raised £11.6m net of expenses from placings of shares at the beginning and end of the financial year. An additional £1.1m (net) was raised post period in May 2018 by an open offer to shareholders. These funds have and will enable the Group to continue to progress the clinical development of its innovative cancer treatments.

Since the end of the financial year, Scancell has announced the exercise of its option to licence Ichor's electroporation delivery system which enables Scancell to use the new TriGrid® v2.0 as the delivery system for its planned Phase 2 checkpoint inhibitor combination study with SCIB1 in patients with advanced melanoma. At the same time Ichor exercised its option over 3,184,620 shares at 4.5p each.

ImmunoBody®

Scancell's ImmunoBody® immunotherapy platform uses the body's immune system to identify, attack and destroy tumours. This is achieved by enhancing the uptake and presentation of cancer antigens to harness high avidity T cell responses. Each ImmunoBody® vaccine can be designed to target a particular cancer in a highly specific manner, offering the potential for enhanced efficacy and safety compared with more conventional approaches.

SCIB1 melanoma vaccine

SCIB1, Scancell's lead ImmunoBody®, is in development for the treatment of melanoma. During the year Scancell announced the publication of a peer-reviewed research paper on SCIB1 in the scientific journal OncoImmunology entitled: "Targeting gp100 and TRP-2 with a DNA vaccine: incorporating T cell epitopes with a human IgG1 antibody induces potent T cell responses that are associated with favourable clinical outcome in a Phase 1/2 trial".

The publication describes the outcome of the Company's Phase 1/2 clinical trial of SCIB1 in patients with metastatic melanoma up to the date when all patients had received five doses of SCIB1 in the main part of the study. The paper concludes that "*SCIB1 is a novel class of anti-cancer immunotherapy that induces T cells which can cause tumour regression in patients with melanoma. The high frequency of responses, their breadth and durability suggest that SCIB1 is worthy of further study in a larger cohort of patients. This is particularly the case in the adjuvant setting, where all of the patients responded immunologically and where absence of toxicity is an important clinical consideration. Furthermore, the stimulation of potent de novo immune responses by SCIB1 may provide an opportunity for synergistic combination therapy with checkpoint inhibitors in late stage disease."*

The last patient treatment in the Phase 1/2 clinical trial occurred during February 2016. Scancell therefore ceased collecting ongoing survival data in February 2018, after each patient had been followed up for a minimum of 2 years. At that time the final survival data was:

- Overall, 18 of 20 stage III/IV melanoma patients with resected disease remained alive.
- Of the 16 resected patients who received 2-4 mg doses of SCIB1, only six patients had recurrence of their disease with only two deaths.
- All 14 surviving patients in this group had passed the 5-year time point since study entry. The four patients who had disease recurrence went on to receive other treatments for their melanoma. However, despite having received multiple interventions and recurrences prior to study entry, the other 10 patients had no treatment other than SCIB1.
- One patient with unresected disease also survived for more than 5 years since starting treatment with SCIB1 despite disease progression.*
- Two of four resected patients who received 8 mg doses of SCIB1 experienced disease recurrence although none had died.* The median observation time for this group of patients was 35 months.

*All patients who relapsed went on to receive additional therapies for their melanoma

The proposed international clinical study of SCIB1 in combination with an immune checkpoint inhibitor is planned to commence by the end of this year subject to the necessary regulatory approvals. This Phase 2 study will utilise Ichor's new TriGrid v2.0 electroporation delivery device and the Company is currently in discussion with the US Food and Drug Administration (FDA) regarding an Investigational New Drug application (IND). In parallel, the Company is actively working on the necessary operational activities required to initiate clinical sites in the US and UK.

SCIB2 lung cancer vaccine

During the year Scancell announced a Clinical Development Partnership with CRUK to fund and manage a Phase 1/2 study with SCIB2, Scancell's second ImmunoBody® vaccine, in combination with a checkpoint inhibitor in patients with NSCLC. CRUK will be responsible for manufacturing the clinical trial supplies of SCIB2, conducting pre-clinical testing, and sponsoring and managing the clinical trial.

Following completion of the trial, Scancell will have the option to licence the rights to the data subject to paying an agreed fee and will undertake responsibility for further development of SCIB2. If Scancell does not exercise the option, CRUK retains the right to take the SCIB2 programme forward in all indications with any future revenues being equally shared.

CRUK is an important partner with the resources, both monetary and clinical development expertise, to ensure the best chance of success in bringing the SCIB2 vaccine to patients as soon as possible and also provides an important validation and endorsement of Scancell's ImmunoBody® platform.

Patents

During the year we also announced that a patent for Scancell's DNA ImmunoBody® technology has now been granted in Europe. The European patent, number 2134357, granted by the European Patent Office, covers Scancell's DNA ImmunoBody® platform technology and is key to the protection of the Company's pipeline of ImmunoBody® vaccines, including lead candidates, SCIB1 and SCIB2. This key European patent further protects our global intellectual property portfolio.

Moditope®

Scancell's Moditope® platform represents a new class of cancer immunotherapies based on stress-induced post-translational modifications (siPTMs). Moditope vaccines are novel modified peptide-based immunotherapies developed to exploit both the process of autophagy, which occurs naturally in stressed or dying cells, and also the

ability of CD4 cells to expose cancer cells for direct killing. This is achieved by stimulating the production of CD4 T cells using citrullinated tumour-associated peptide epitopes which overcome self-tolerance and destroy tumour cells. Pre-clinical studies have shown unprecedented anti-tumour effects can be delivered without requiring checkpoint inhibition.

Modi-1

Modi-1 is the first Moditope® vaccine and contains citrullinated peptides derived from vimentin and α-enolase. Vimentin and enolase peptides are highly expressed in triple negative breast cancer, ovarian cancer and sarcoma. Pre-clinical data suggests that Modi-1 may be effective in up to 90% of patients with triple negative breast cancer, up to 95% of patients with ovarian cancer and up to 100% of patients with sarcoma.

The Company announced in February 2018 that it has entered into a worldwide licensing and collaboration agreement to use ISA's AMPLIVANT® adjuvant technology for the manufacturing, development and commercialisation of Modi-1. Previous pre-clinical data demonstrated that conjugation of the Modi-1 peptides to AMPLIVANT® enhances anti-tumour immune responses ten to one hundred-fold and resulted in highly efficient tumour eradication, including protection against tumour re-challenge. This combination of Modi-1 with an enabling adjuvant technology such as AMPLIVANT® has the potential to significantly enhance its efficacy in patients.

The Company subsequently announced the appointment of The PolyPeptide Group, one of the world's largest independent contract manufacturers of therapeutic peptides, for Good Manufacturing Practice (GMP)-compliant manufacture of the Modi-1/AMPLIVANT® conjugates with the aim of filing a clinical trial application (CTA) in the UK and commencement of the planned Phase 1/2 clinical trial during 2019.

Modi-2

The Company's second Moditope programme, Modi-2, is currently in pre-clinical development and is expected to address multiple cancer indications. Modi-2 will be the subject of new intellectual property applications with a view to extend the Company's dominant patent position in relation to post-translational modifications of cellular proteins and their application in the treatment of cancer.

Collaborations

Scancell has also announced that it has entered into a research collaboration with BioNTech for the potential development of innovative, TCR-based therapeutics for the treatment of cancer. This research collaboration combines Scancell's Moditope® immunotherapy platform and BioNTech's platform technology for high-throughput cloning and characterisation of naturally selected T cell receptors.

Under the terms of the agreement, Scancell and BioNTech will enter into an initial research collaboration to discover and characterise T cell receptors specific for citrullinated epitopes from vimentin and enolase. These epitopes form the basis of Scancell's first Moditope® development candidate, Modi-1. Upon completion of these studies, BioNTech will have the exclusive option to enter into a licence agreement for the development of T cell-based therapeutics that are specific to Modi-1 epitopes.

Since the financial year end, Scancell has extended its strategic research collaboration with the Rheumatology Unit at the Karolinska Institute Sweden. The expanded agreement will explore the potential of the Moditope® platform to develop multiple immunotherapeutic agents for a range of different cancers. Scancell's research has shown that citrullinated proteins are involved in the control of tumour growth and we believe that this expanded collaboration will help us to further develop Moditope®, not only for use in cancer vaccines, but also other cancer immunotherapy approaches including TCRs.

Further endorsement of Scancell's Moditope® platform resulted in the shortlisting of a proposal to meet CRUK's 'Grand Challenge' in cancer vaccinology. This high profile consortium, co-led by Scancell's CSO, Prof Lindy

Durrant, includes the proposed development of a new Moditope® vaccine. The winner of the award(s) from the 10 shortlisted proposals is expected to be announced later this financial year.

Patents

The European Patent Office has announced its intention to grant Scancell's application for a European patent for its Moditope® immunotherapy platform. This patent is key to the protection of the Company's pipeline of Moditope® vaccines for the treatment of cancer and will provide commercial exclusivity in all major European territories including: Austria, Belgium, Switzerland, Germany, Denmark, Spain, Finland, France, United Kingdom, Ireland, Italy, Netherlands, Norway, Poland, Portugal, Sweden and Turkey.

Counterparts to this patent have been filed in Australia, Brazil, Canada, China, Hong Kong, Japan, South Korea, South Africa and the US.

Monoclonal antibodies

Scancell has acquired, from the University of Nottingham, a number of novel monoclonal antibodies against tumour-associated glycans with the aim to further develop and identify lead therapeutic candidates. Alongside this, Scancell has also acquired a proprietary technology to enable the modification of the constant region (Fc) of a human antibody to allow direct tumour killing. Monoclonal antibody therapeutics have proven to be effective in the treatment of many cancer indications and identification of new products against novel targets are highly sought after in the field.

Together these offer a complementary platform to Scancell's existing cancer immunotherapy platforms, ImmunoBody® and Moditope® and we look forward to informing you of further progress as we assimilate and advance these new assets.

Financial

Profit and Loss Account

The Group made an operating loss for the year to 30 April 2018 of £4,941,800 (2017: loss of £4,548,836). There has been a 3% increase in development expenditure to £2,855,264 (2017: £2,766,098) and a 17% increase in administrative expenditure to £2,086,536 (2017: £1,782,738). The rise in administration expenses is due to an increase in licensing and patent costs for both the ImmunoBody® and Moditope® platforms.

Overall the loss for the year was £4,194,509 (2017: loss £3,544,979).

Balance Sheet

The cash at bank at 30 April 2018 was £10,303,168 (30 April 2017: £2,672,335) and net assets amounted to £13,940,950 (30 April 2017: £6,499,325).

Share Capital Placing

On 11 May 2017, the Company placed 50,499,999 ordinary 0.1p shares at a price of 10p per share and raised £4.7m net of costs. A further placing of 62,411,000 ordinary 0.1p shares at a price of 12p per share, on 18 April 2018, raised £6.9m net of costs.

Since the year end there has been an open offer to shareholders that raised £1.1m, net of expenses, and Ichor exercised a tranche of their share options, raising a further £143,307.

Directors

At the last AGM in October 2017 we announced the appointment of Dr Cliff Holloway as Chief Executive Officer of Scancell and Cliff took up his position on 10 January 2018. Since the year end, Kate Cornish-Bowden stepped down as a Non-Executive Director of Scancell on 31 August 2018. Kate has made an important contribution during her time on the Board and in her role as chairman of the Remuneration Committee. I would like to thank her for her hard work and wish her all the best for the future.

Staff

The Board recognises that the progress made over the year would not have been possible without the dedication and support of all our staff and, on behalf of the Directors, I offer our thanks to them.

Outlook

The Company continues to make significant progress with our pipeline of products (SCIB1, SCIB2, Modi-1 and Modi-2) as well as expanding our product opportunities through in-licensing (anti-glycan antibodies) and external collaborations (BioNTech TCR research project).

Operational and regulatory activities are underway in the US and UK for the planned initiation of the SCIB1 checkpoint inhibitor combination Phase 2 study in patients with metastatic melanoma and the new funds raised at the beginning and end of the financial year have provided Scancell with the cash to progress both this trial, and the continued development of Modi-1 towards the clinic.

The data generated from these clinical studies, if positive, will allow the Company to create new value which can subsequently be realised through negotiation of commercial transactions.

To maintain this trajectory the Company will continue to explore additional funding options to ensure that the development programmes continue to be properly resourced.

John Chiplin
Chairman

Principles of corporate governance

The Directors acknowledge the importance of the principles set out in the Combined Code issued by the Committee on Corporate Governance (the "Combined Code"). Although the Combined Code is not compulsory for AIM quoted companies, the Directors have applied the principles as far as practicable and appropriate for a relatively small public company. The Board recognises the value of good corporate governance not only in the areas of accountability and risk management but also as a positive contribution to delivering and protecting enhanced shareholder value. New regulations have been introduced by AIM from 28th September 2018 and the Board will be following the corporate governance principles set out in the Corporate Governance Code for Small and Mid-sized Quoted Companies published by the Quoted Companies Alliance.

Board Composition

During the year ended 30th April 2018, Dr Richard Goodfellow resigned as CEO and is now a Non-Executive Director and Dr Cliff Holloway has been appointed CEO and an Executive Director. Since the year end Dr John Chiplin has stepped down from the role of Executive Chairman and is now Non-Executive Chairman and Ms Kate Cornish Bowden stepped down as a Non-Executive Director on 31 August 2018. The Board now comprises a Non-Executive Chairman, three Executive Directors and three Non-Executive Directors.

The Board meets regularly to consider strategy, performance, approval of major capital projects and the framework of internal controls. In addition, the Executive Directors meet on a weekly basis either face to face or by phone to discuss operational matters. To enable the Board to discharge its duties, all Directors receive appropriate and timely information. Briefing papers are distributed to all Directors in advance of Board meetings. All Directors have access to the advice and services of the Company Secretary, who is responsible for ensuring that the Board procedures are followed, and that applicable rules and regulations are complied with. The appointment and removal of the Company Secretary is a matter for the Board as a whole. In addition, procedures are in place to enable the Directors to obtain independent professional advice in the furtherance of their duties, if necessary, at the Company's expense. Subject to the terms of the Executive Directors' service contracts, Directors are subject to retirement by rotation and re-election by the Shareholders at Annual General Meetings on a three-year cycle, as required by the Articles of Association and any Director appointed by the Board shall hold office only until the next Annual General Meeting and shall then be eligible for election.

The Scancell Board has the broad range of skills and capabilities required to direct the Group. These include sector-specific experience in the Business Development and Research and Development functions, as well as more general finance, accounting and business management skills. The Board is supported by the following committees:

Remuneration Committee
During the financial year ended 30 April 2018, the Remuneration Committee members were Ms Kate Cornish-Bowden, Dr Matthew Frohn and Dr Alan Lewis. The committee was chaired by Ms Kate Cornish-Bowden until 25th May 2018 and by Dr Alan Lewis thereafter.

The Committee meets at least once a year and more frequently if required. The Committee is responsible for setting the remuneration policy of the Executive Directors, including terms of employment, salaries, any performance bonuses and share option awards. The Executive Directors also consult the Committee in relation to the remuneration of senior employees and staff share option schemes. The remuneration of the Non-Executive Directors is determined by the Board as a whole.

Audit Committee
During the year, the Audit Committee comprised of three Non-Executive Directors, Dr Matthew Frohn (Chairman of the Committee), Ms Kate Cornish-Bowden and Dr Alan Lewis. Following Ms Cornish-Bowden stepping down as a Non-Executive Director on 31 August 2018, Dr John Chiplin joined the Audit Committee. The Audit Committee is responsible for the relationship with the Group's external auditor, the review of the Group's financial reporting and the Group's internal controls.

The Committee will normally meet at least twice per year and has primary responsibility for monitoring the quality of internal controls ensuring that the financial performance of the Company is properly measured and reported on and reviewing reports from the Company's auditors relating to the Company's accounting and internal controls, in all cases having due regard to the interests of Shareholders. The Audit Committee meets with the auditor at least once a year. The Audit Committee has undertaken an assessment of the auditor's independence, including:

- A review of non-audit services provided to the Group and related fees;
- Discussion with the auditor of a written report detailing all relationships with the Group and any other parties that could affect independence or the perception of independence;
- A review of the auditor's own procedures for ensuring the independence of the audit firm and partners and staff involved in the audit, including regular rotation of the audit partner; and
- Obtaining written confirmation from the auditor that, in their professional judgement, they are independent.

The Audit Committee is satisfied that the external auditor is independent in the discharge of their audit responsibilities.

Internal Control

The Directors are responsible for ensuring that the Group maintains a system of internal control to provide them with reasonable assurance regarding the reliability of financial information used within the business and for publication and that the assets are safeguarded, transactions are authorised and properly recorded and that material errors and irregularities are either prevented or would be detected on a timely basis.

There are inherent limitations in any system of internal control and accordingly even the most effective system can provide only reasonable, but not absolute, assurance with respect to the preparation of financial reporting and the safeguarding of assets.

The Group, in administering its business has put in place strict authorisation, approval and control levels within which senior management operates. These controls reflect the Group's organisational structure and business objectives. The control system includes clear lines of accountability and covers all areas of the organisation. The Board operates procedures which include an appropriate control environment through the definition of the organisation structure and authority levels and the identification of the major business risks.

The key element of the internal control systems in operation is the Board meeting regularly with a formal agenda to monitor all aspects of the business including monitoring the Group's financial performance against approved budgets and forecasts.

There are no significant issues disclosed in the report and financial statements for the year ended 30 April 2018 and up to the date of approval of the report and financial statements that have required the Board to deal with any related material internal control issues.

Investor Relations

The Group's Board maintains ongoing communication with existing and potential investors. This is achieved by:

- talking to institutional and private investors through direct meetings;
- individual shareholders talking to Board members at the Annual General Meeting;
- financial PR consultants;
- the release of information through the Group's website;
- the Regulatory News Service of the London Stock Exchange.

Going concern

The Directors have reviewed the funding available and the Group's cash flow forecast, following the issue of shares during the year which raised £11.6 m net proceeds together with a further £1.1m (net) raised in May 2018, after the year end. The Group is well placed to manage its business risks and the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future.

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Remuneration Committee

During the financial year ended 30 April 2018, the Remuneration Committee members were Ms Kate Cornish-Bowden, Dr Matthew Frohn and Dr Alan Lewis. The committee was chaired by Ms Kate Cornish-Bowden until 25th May 2018 and by Dr Alan Lewis thereafter.

The Committee meets at least once a year and more frequently if required. The Committee is responsible for setting the remuneration policy of the Executive Directors, including terms of employment, salaries, any performance bonuses and share option awards. The Executive Directors also consult the Committee in relation to the remuneration of senior employees and staff share option schemes. The remuneration of the Non-Executive Directors is determined by the Board as a whole.

Remuneration Policy

The key principles underlying all decisions by the Remuneration Committee include the following:

- The need to attract, retain and motivate outstanding executives who have the potential to support the growth of the Scancell and help the Company achieve its strategic objectives.
- The need to ensure that long term incentive plans ('LTIP') are aligned with the interests of shareholders.
- The need to take into account the competitive landscape in the UK biotechnology industry and current best practice in setting appropriate levels of compensation.

The Committee met on three occasions during the financial year. Subjects under discussion included a review of whether remuneration paid met the Company's objectives to reward and incentivise the Executive team. In addition to consulting our key shareholders, the remuneration committee consulted external consultants and considered pay structures in equivalent listed companies in the UK biotech industry.

Directors'remuneration

The table below summarises all Directors' emoluments and pension contributions

	2017/18		2016/17	
	Salary, bonus and fees	Pension	Salary, bonus and fees	Pension
Dr J Chiplin	225,006	-	175,000	-
Dr R M Goodfellow[1]	320,834	-	227,083	-
Dr C Holloway[2]	75,181	-		
Professor L G Durrant	175,000	-	179,167	-
Dr S E Adams	191,251	321	187,500	-
Dr M G W Frohn	25,000	-	25,000	-
Ms K Cornish-Bowden	30,500	-	25,000	-
Dr A Lewis	20,000	-	15,000	-
	1,062,771	**321**	**803,750**	**-**

Notes:

1 Dr RM Goodfellow resigned as CEO on 31 December 2017 but continued as a Director of the Company and also provided consultancy services.

2 Dr C Holloway was appointed as CEO from 10th January 2018.

Directors' share options

The Remuneration Committee believes that the issue of options is a useful tool in motivating executives and ensuring their interests are aligned with those of our shareholders. All options are subject to time vesting schedules to ensure retention and stretching performance hurdles to ensure that rewards are consistent with delivery of strategic goals. Examples of performance hurdles include progress in clinical development programs, partnering and share price targets.

At 30 April, 2018 the following Directors held options over the shares of the Company.

	Grant Price	*At 30/04/2018*	*At 30/04/2017*	*Issue Date*	*Date of expiry*
Dr J Chiplin	17.0p	3,000,000	3,000,000	18/04/2016	18/04/2026
Dr R M Goodfellow	4.5p	2,880,000	2,880,000	14/07/2010	14/07/2020
	33.2p	3,500,000	3,500,000	11/12/2013	31/12/2023
Dr C Holloway	10.5p	3,000,000	-	31/01/2018	31/01/2028
Prof L G Durrant	4.5p	3,850,000	3,850,000	14/07/2010	14/07/2020
	33.2p	-	3,500,000*	11/12/2013	31/12/2023
	10.5p	9,000,000	-	31/01/2018	31/01/2028
Dr S E Adams	30.5p	-	500,000*	18/06/2014	18/04/2024
	10.5p	2,500,000	-	31/01/2018	30/01/2028

* Share options cancelled

PRINCIPAL ACTIVITY

The principal activity of the Group in the year under review was that of the discovery and development of novel vaccines for the treatment of cancer.

REVIEW OF THE BUSINESS AND FUTURE PROSPECTS

A detailed review of the business and likely future developments is included in the Chairman's statement on page 2.

The results of the Group for the year are set out in the profit or loss and other comprehensive income statement on page 18.

PRINCIPAL RISKS AND UNCERTAINTIES

The Board meets regularly to review the operations of the business and discuss risk areas.

A system of internal controls has been established and the Board ensures that management keeps these processes under regular review and improves them where appropriate. These systems are designed to manage rather than eliminate the risk of failure to achieve business objectives and can provide only reasonable and not absolute assurance against material misstatement or loss.

Given the nature of the business there is a technical risk that the underlying scientific assumptions and hypotheses that underpin both the Immunobody® and Moditope® platforms are unable to be further validated in human clinical trials. In order to mitigate this risk the Group employs external consultants and advisers to review these underlying assumptions and the results from clinical trials. The Board considers these assessments and internal documentation on a regular basis and where necessary will amend or adjust the Group's strategy.

There is also a funding risk, whereby the Group may not have sufficient funds to complete the clinical trials. The Board reviews the time-lines for completing projects in conjunction with cashflow projections to ensure that the Group will have the necessary cash resources available.

Key performance indicators:
Due to the nature of the business, the key performance indicator used by the Group is the monitoring of income and expenditure against approved budgets.

By approval of the Board on 24th September 2018

John Chiplin
Chairman

The Directors submit their report and financial statements of Scancell Holdings plc and its subsidiary, Scancell Limited for the year ended 30 April 2018. Both companies are registered in England and Wales and Scancell Holdings plc is quoted on the AIM market.

RESULTS AND DIVIDENDS

The Group's results for the year ended 30 April 2018 are shown in the consolidated profit or loss and other comprehensive income statement on page 18. No dividends will be distributed for the year.

FUTURE DEVELOPMENTS AND RESEARCH AND DEVELOPMENTS

A detailed review is included in the Chairman's statement on page 2.

DIRECTORS AND THEIR INTERESTS

The members of the Board, who have served during the financial year are detailed below. Their interests in the shares of the Group at 30 April 2018 and 2017 are set out below

	30 April 2018		30 April 2017	
	Owned	Jointly owned	Owned	Jointly owned
Dr J Chiplin	2,000,000	Nil	58,823	Nil
Prof L G Durrant	1,665,783	8,773,960	1,665,783	8,773,960
Dr M G W Frohn	58,823	Nil	58,823	Nil
Dr R M Goodfellow	258,823	6,343,840	258,823	6,343,840
Ms K Cornish-Bowden (resigned 31 August 2018)	103,823	Nil	103,823	Nil
Dr S E Adams	58,823	Nil	58,823	Nil
Dr A Lewis	Nil	Nil	Nil	Nil
Dr C Holloway (appointed 10 January, 2018)	Nil	Nil	Nil	Nil

In addition, the Directors have been granted share options in Scancell Holdings plc as outlined in the Directors' Remuneration report. Further details of all options outstanding, including those issued to employees, and fair value calculations can be found in note 16 to the Accounts.

SUBSTANTIAL SHAREHOLDINGS

The Directors have been notified, or are aware of, the following interests in 3% or more of the ordinary share capital of the Company (excluding Directors) at 21st September 2018 are:

	Ordinary shares at 0.1p each	
	Number	Percentage
Ferlim Nominees Limited	50,632,079	13.06%
Hargreaves Lansdown	33,619,839	8.67%
Share Nominees Limited	29,887,768	7.71%
Barclays Direct Investing Nominees Limited	22,732,876	5.86%
The Bank of New York Nominees Limited	21,287,775	5.49%
NorTrust Nominees Limited	18,167,000	4.68%
Rock Nominees Limited	13,445,702	3.47%

STRUCTURE OF THE COMPANY'S CAPITAL

The Company's share capital is traded on the AIM market and comprises a single class of ordinary shares of 0.1 pence, each carrying one voting right and all ranking equally with each other. At 30 April 2018 374,469,098 shares were allotted and fully paid. On 9th May 2018 the Company raised £1,217,141 gross proceeds by an open offer of

10,142,838 ordinary shares at a price of 12p per share. Ichor Medical Systems Inc. exercised their options to 3,184,620 ordinary shares at a price of 4.5p raising a further £143,308. The total issued share capital at 24th September 2018 is 387,796,556.

Details of employee share option schemes are set out in Note 16 to the financial statements. Participants in employee share schemes have no voting or other rights in respect of the shares subject to their awards until the options are exercised, at which time the shares rank *pari passu* in all respects with shares already in issue.

DIRECTORS' INDEMNITY

The Directors and officers of the Company are insured against any claims arising against them for any wrongful act in their capacity as a Director, officer or employee of the Company, subject to the terms and conditions of the policy.

DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Strategic Report and the Directors' Report and the financial statements in accordance with applicable law and regulations.

UK Company law requires the Directors to prepare Group and Company Financial Statements for each financial year. Under that law the Directors are required to prepare Group financial statements in accordance with International Financial Reporting Standards ("IFRS") as adopted by the EU and have also prepared the Company financial statements in accordance with International Financial Reporting Standards ("IFRS").

The Group financial statements are required by law and IFRS adopted by the EU to present fairly the financial position and performance of the Group; the Companies Act 2006 provides in relation to such financial statements that references in the relevant part of that Act to financial statements giving a true and fair view are references to their achieving a fair presentation.

The Company's financial statements are required by law to give a true and fair view of the state of affairs of the Company.

In the Company's financial statements, the Directors are required to:

a select suitable accounting policies and then apply them consistently;
b make judgements and estimates that are reasonable and prudent;
c for the Company financial statements, state whether they have been prepared in accordance with IFRSs adopted by the EU;
d prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records that are sufficient to show and explain the Company's transactions and which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the requirements of the Companies Act 2006. They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The Directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information (as defined by section 418 of the Companies Act 2006) of which the auditors are unaware. Each of the Directors have confirmed that they have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

AUDITORS

The auditors, Champion Accountants LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

By approval of the Board on 24th September 2018

John Chiplin
Chairman

Opinion

We have audited the financial statements of Scancell Holdings plc for the year ended 30 April 2018 which comprise the Consolidated Profit and Loss and other Comprehensive Income Statement, Consolidated and parent company Statement of Changes in Equity, Consolidated and parent company Statement of Financial Position and the Consolidated and parent company Statement of Cash Flows and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 30 April 2018 and of the group's loss for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Going concern

As described in Note 1, the consolidated financial statements have been prepared on a going concern basis on the grounds that, following the issue of shares both during and after the financial year end which raised a total of £13.2m, sufficient funds are available to enable the group to continue in operation for at least twelve months from the date of approval of the accounts.

The ability of the group to continue as a going concern is dependent on the availability of funds and on the group's ability to control costs and manage cash flows to enable it to continue to progress the clinical development of its cancer treatments. We have determined this to be a key audit matter due to the inherent uncertainty in forecasting future expenditure and cash requirements and the amount and timing of future fund raising.

Our audit procedures in this area included reviewing details of completed and proposed fund raising rounds; assessing the accuracy of financial forecasts by evaluating historical forecasting accuracy and comparing assumptions with our own expectations derived from our knowledge of the business and our understanding obtained during our audit. We also evaluate the adequacy of disclosures made in the financial statements.

Impairment testing of goodwill

As described in note 10 to the consolidated financial statements, goodwill, which arose on the acquisition of the wholly owned subsidiary, Scancell Limited, is considered to have an indefinite useful life. The directors have carried out an impairment review of goodwill by comparing the value of goodwill to the market capitalisation of the group as quoted on the AIM and concluded that no impairment is necessary.

We have determined this to be a key audit matter due to the inherent uncertainty in the AIM. Our audit procedures include reviewing trends in the share price over the reporting year and to the date of signing our audit report and comparing this to our expectations based on our knowledge of the business obtained during our audit. We also calculate the market capitalisation of the group at the date on which we sign our report and compare this to the value of the goodwill.

Our application of materiality

We assess materiality for the consolidated financial statements as a whole by reference to the consolidated losses for the year in order to ensure sufficient coverage in our audit testing of expenditure. We apply the concept of materiality when planning our sample selection and focus on material items as well as testing a random sample of other expenditure. Materiality calculated based on consolidated losses is also applied in the subsidiary audit on the basis that the transactions of the parent company are minimal compared to the transactions of the subsidiary. We carry out audit testing on all material balances and if audit errors are found, these are considered in the context of the materiality of the individual balance where this is significantly different from the materiality for the financial statements as a whole.

An item is considered to be material to the financial statements if it exceeds £48,000. All audit differences above this threshold are adjusted within the financial statements and reported to the Audit Committee. Audit differences below £1,000 are considered to be trivial and are not reported to the Audit Committee.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 13, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

The engagement partner on the audit resulting in this independent auditors' report is Susan Harris.

Champion Accountants LLP

Susan Harris MA FCA
Senior Statutory Auditor, for and on behalf of
Champion Accountants LLP
Chartered Accountants & Statutory Auditor

2nd Floor, Refuge House
33-37 Watergate Row
Chester CH1 2LE

24 September 2018

Scancell Holdings plc

CONSOLIDATED PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME STATEMENT

for the year ended 30 April 2018

	Notes	2018 £	2017 £
Development expenses		(2,855,264)	(2,766,098)
Administrative expenses		(2,086,536)	(1,782,738)
OPERATING LOSS	3	(4,941,800)	(4,548,836)
Interest receivable and similar income		2,753	53,445
LOSS BEFORE TAXATION		(4,939,047)	(4,495,391)
Taxation	4	744,538	950,412
LOSS FOR THE YEAR		(4,194,509)	(3,544,979)
Attributable to:			
Equity holders of the parent Company		(4,194,509)	(3,544,979))
EARNINGS PER ORDINARY SHARE (pence)	5		
Continuing			
Basic		(1.34p)	(1.36p)
Diluted		(1.34p)	(1.36p)

Scancell Holdings plc

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 30 April 2018

	Share Capital	Share Premium	Share Option	Retained Earnings	Total
	£	£	£	£	£
Balance 1st May 2016	261,558	21,785,295	649,652	(12,704,224)	9,992,281
Loss for the year				(3,544,979)	(3,544,979)
Share option charge			52,023		52,023
Balance 30 April 2017	261,558	21,785,295	701,675	(16,249,203)	6,499,325
Share issue	112,911	12,426,409			12,539,320
Expenses of issue		(837,080)			(837,080)
Loss for the year				(4,194,509)	(4,194,509)
Share option charge			(66,106)		(66,106)
Balance 30 April 2018	374,469	33,374,624	635,569	(20,443,712)	13,940,950

Scancell Holdings plc

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 April 2018

		2018 £	2017 £
ASSETS			
Non-current assets			
Plant and machinery	9	76,910	93,109
Goodwill	10	3,415,120	3,415,120
		3,492,030	3,508,229
Current assets			
Trade and other receivables	12	97,304	101,803
Tax receivables		744,538	748,837
Cash and cash equivalents		10,303,168	2,672,335
		11,145,010	3,522,975
TOTAL ASSETS		14,637,040	7,031,204
LIABILITIES			
Current Liabilities			
Trade and other payables	13	(696,090)	(531,879)
TOTAL LIABILITIES		(696,090)	(531,879)
NET ASSETS		13,940,950	6,499,325
SHAREHOLDERS' EQUITY			
Called up share capital	14	374,469	261,558
Share premium	15	33,374,624	21,785,295
Share option reserve	15	635,569	701,675
Profit and loss account	15	(20,443,712)	(16,249,203)
TOTAL SHAREHOLDERS' EQUITY		13,940,950	6,499,325

These financial statements were approved by the Directors and authorised for issue on 24 September 2018 and are signed on their behalf by:

John Chiplin
Director

Scancell Holdings plc
CONSOLIDATED CASH FLOW STATEMENT
for the year ended 30 April 2018

		2018	2017
		£	£
Operating activities			
Cash generated from operations	19	(4,811,584)	(4,489,042)
Income taxes received		748,837	641,576
Net cash from operating activities		**(4,062,747)**	**(3,847,466)**
Investing activities			
Grant monies		-	-
Assets acquisition		(11,413)	(61,079)
Other income		-	47,060
Finance income		2,753	6,385
Net cash used by investing activities		(8,660)	(7,634)
Financing activities			
Proceeds from issue of share capital		12,539,320	-
Expenses of share issue		(837,080)	-
Net cash generated from financing activities		11,702,240	-
Net increase/(decrease) in cash and cash equivalents		**7,630,833**	**(3,855,100)**
Cash and cash equivalents at beginning of the year		**2,672,335**	**6,527,435**
Cash and cash equivalents at end of the year		**10,303,168**	**2,672,335**

1 ACCOUNTING POLICIES

Basis of Preparation

These financial statements were approved by the Board of Directors on 24 September 2018.

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards and present the results of Scancell Holdings plc and its subsidiary Scancell Limited.

The financial statements have been prepared on the going concern basis on the grounds that the Directors have reviewed the funding available and the Group's cash flow forecast and are content that, following the issue of shares during the year which raised £11.7m net proceeds together with a further £1.5m (net) raised in May 2018, after the year end, sufficient resources are available to enable the Group to continue in operation for at least twelve months from the date of approval of these accounts.

These financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRS'), as adopted by the European Union, and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policies below.

The financial statements are presented in sterling which is the functional currency of the Company rounded up to the nearest pound.

New standards and interpretation
At the date of authorisation of these financial statements a number of new Standards and Interpretations have been issued but are not yet effective and have not been applied in these financial statements.

The Directors do not believe that the adoption of these Standards and Interpretations would have a material impact on the financial statements of the Group. The Directors anticipate that the adoption of these Standards and Interpretations in future periods will have no material impact on the financial statements of the Group when the relevant standards and interpretations come into effect.

Key sources of estimation and uncertainty
The preparation of financial statements in accordance with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise judgement in the process of applying the accounting policies. The notes to the financial statements set out areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the financial statements such as intangible assets. Although these estimates are based upon management's best knowledge of the amount event or actions, actual results may ultimately differ from those estimates. In the process of applying the Group's accounting policies, management has made the following judgements that have the most significant effect on the amounts recognised in the financial statements:

Identification and valuation of intangible assets on acquisition
The Directors use their judgement to identify the separate intangible assets and then determine a fair value for each based upon the consideration paid, the nature of the asset, industry statistics, future potential and other relevant factors. These fair values will be reviewed for indications of impairment annually.

Segmental analysis
The Group's principal activity consists of the discovery and development of novel monoclonal antibodies and vaccines for the treatment of cancer. The Directors believe that these activities comprise one operational segment and consequently segmental analysis by business segment is not considered necessary.

Share-based payments
In calculating the fair value of equity-settled share-based payments using the Black-Scholes option pricing model, the Directors are required to exercise their judgement in determining input parameters which may have a material effect on the fair value calculated.

BUSINESS COMBINATIONS

The financial statements incorporate the financial statements of the Company and its subsidiary, Scancell Limited. Unrealised gains on transactions between the Group and its subsidiary are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group since date of transition. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Any costs related to the acquisition are expensed in the period in which they are incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The excess of the cost of the acquisition over the fair value of assets and liabilities is recorded as goodwill. If the cost of the acquisition is less than the fair value of the net assets of the subsidiary acquired the difference is recognised directly in the consolidated profit or loss and other comprehensive income statement.

Subsidiary:

A subsidiary is an entity controlled by the Company. Control exists when the Company has the power, directly or indirectly (but normally through voting rights granted through the Company's shareholdings), to govern the financial and operating policies of an entity to obtain benefits from its activities. The financial statements of the subsidiary are included in the consolidated financial statements.

Acquisitions:

On acquisition, the assets and liabilities of a subsidiary, including identifiable intangible assets, are measured at their fair value at the date of acquisition. Any excess of the cost of acquisition over the fair value of the identifiable net assets acquired is recorded as goodwill. Goodwill is reviewed for impairment annually and any impairment is recognised immediately in the consolidated profit or loss and other comprehensive income statement. Impairment is determined by comparing the recoverable amount of goodwill with its carrying value. For goodwill, the carrying value is compared to the market capitalisation of Scancell Holdings plc, as quoted on AIM at the year end. The recoverable amount is the greater of an asset's value in use or its fair value less costs to sell. Where the recoverable amount is less than the carrying value, the asset is considered impaired and is written down through the consolidated profit or loss and other comprehensive income statement to its recoverable amount.

The Directors have carried out an impairment review of goodwill carried forward at the balance sheet date and do not believe that an adjustment for impairment is necessary.

The results and cash flows relating to the business are included in the consolidated accounts from the date of combination.

REVENUE

Revenue is measured at the fair value of the consideration received or receivable and net of discounts and sales related taxes at the point when the Company is legally entitled to the income.

EXPENDITURE

All expenditure is accounted for on an accruals basis and is classified under headings that aggregate all costs related to the category of expenditure.

TANGIBLE FIXED ASSETS

Tangible fixed assets are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Plant and machinery	- 25% on reducing balance
Computer Equipment	- 33% on reducing balance

IMPAIRMENT OF TANGIBLE AND INTANGIBLE ASSETS

At each balance sheet date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the

impairment loss (if any). An impairment loss is immediately recognised as an expense, in the consolidated profit or loss and other comprehensive income statement. The recoverable amount is the greater of an asset's value in use or its fair value less costs to sell. Where the recoverable amount is less than the carrying value, the asset is considered impaired and is written down through the consolidated profit or loss and other comprehensive income statement to its recoverable amount less costs to sell.

TAXATION
Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all temporary differences identified at the balance sheet date, except to the extent that the deferred tax arises from the initial recognition of goodwill (if amortisation of goodwill is not deductible for tax purposes) or the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting profit nor taxable profit and loss. Temporary differences are differences between the carrying amount of the Group's assets and liabilities and their tax base.

Deferred tax liabilities may be offset against deferred tax assets within the same taxable entity. Any remaining deferred tax asset is recognised only when, on the basis of all available evidence, it can be regarded as probable that there will be suitable taxation profits, within the same jurisdiction, in the foreseeable future against which the deductible temporary differences can be utilised.

Deferred tax is provided on temporary differences arising in the subsidiary Company except where the timing of reversal of the temporary differences will not reverse in the foreseeable future. Deferred tax is measured at the average tax rates that are expected to apply in the period in which the asset is realised or liability settled, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Measurement of deferred tax liabilities and assets reflects the tax consequences expected to fall from the manner in which the asset or liability is recovered or settled.

INVESTMENTS
Investments in subsidiaries are stated at cost less any provisions for impairment. An impairment is recognised when the recoverable amount of the investment is less than the carrying amount.

RESEARCH AND DEVELOPMENT
Expenditure on research and development is written off in the year in which it is incurred.

An internally generated asset arising from the Group's development activities is only recognised if all of the following criteria are met:
- technical feasibility of completing the intangible asset so that it will be available for sale
- intention to complete the intangible asset and use or sell it
- ability to use or sell the intangible asset
- the intangible asset will generate future economic benefit
- resources are available both technically and financially in order to complete the development.

In the case of development projects undertaken by the Group, regulatory and other uncertainties generally mean that such criteria are not met. Where no internally generated intangible asset can be recognised, development expenditure is recognised as an expense in the period in which it is incurred.

HIRE PURCHASE AND LEASING COMMITMENTS
Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

FOREIGN CURRENCIES
Foreign currency assets and liabilities are converted to sterling at the rates of exchange ruling at the end of the financial year. Transactions in foreign currencies are converted to sterling at the rates of exchange ruling at the transaction date. All of the resulting exchange differences are recognised in the profit and loss account as they arise.

CASH AND CASH EQUIVALENTS

Cash includes cash-in-hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within current liabilities on the balance sheet.

CREDITORS AND PROVISIONS

Creditors and provisions are recognised when the Company has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount to be settled can be reliably measured or estimated.

EQUITY

Equity comprises the following:

- Share capital represents the nominal value of equity shares.
- Share premium represents the excess over nominal value of the fair value of consideration received for equity shares, net of expenses of the share issue.
- Retained earnings include all current and prior period results as disclosed in the consolidated profit or loss and other comprehensive income statement.
- Share-based payment reserve is the corresponding entry to the expense arising from equity-settled share-based payments.

SHARE BASED PAYMENTS

In accordance with IFRS2 – 'Share based payments', a charge is made for all share –based payments including share options based upon the fair value of the instrument issued.

Under IFRS 2 the charge in the Profit and Loss Account for granted share options is based upon the fair value of the options at grant date and is charged over the expected vesting period. Estimates of leaver rates are taken into account over the vesting period. A charge has been recognised for all awards granted and is charged to the same expense category as the remuneration costs for the employee to whom the share award has been made. An equivalent amount is credited to the share option reserve in the balance sheet, with no resulting impact on net assets. The share options have been granted to Directors and employees in the subsidiary Company, Scancell Limited. Within Scancell Holdings plc, the parent Company, a credit has been made to the share option reserve whilst the debit is treated as an increase in the value of the subsidiary Company.

EMPLOYEE BENEFITS

The costs of short-term employee benefits are recognised as a liability and an expense. The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

RETIREMENT BENEFITS

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

2 SEGMENT REPORTING

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment that are subject to risks and returns which are different from those of segments operating in other economic environments.

The Directors consider that the Group operated within a single business segment.

3 OPERATING LOSS

	2018 £	2017 £
Operating Loss is stated after charging/(crediting):		
Depreciation on tangible fixed assets	27,612	32,581
Operating lease rentals	66,257	50,580
Research and development	2,855,264	2,766,098
Auditors' remuneration – fee payable for audit of the company	8,250	8,250
Auditors' remuneration – fee payable for audit of the subsidiary company	11,000	11,000
Auditors' remuneration for non-audit services	1,500	1,500
Directors' remuneration	680,204	543,382

4 TAXATION

Analysis of the tax credit
The tax credit on the loss on ordinary activities for the year was as follows:

Current tax	2018 £	2017 £
UK corporation tax credits due on R&D expenditure	744,538	748,837
Adjustment to prior year	-	201,575
	744,538	950,412

Factors affecting the tax credit
The tax assessed for the years is lower than the applicable rate of corporation tax in the UK. The difference is explained below:

	2018 £	2017 £
Loss on ordinary activities before tax	(4,939,047)	(4,495,391)
Loss on ordinary activities multiplied by the small company rate of tax in the UK (19 %/19.92%%)	(938,419)	(895,482)
Effects of:		
Disallowed expenditure	(12,276)	10,363
Timing differences	2,462	(6,465)
Enhanced tax relief on R&D expenditure	(550,403)	(581,466)
Reduced tax relief for losses surrendered for R&D tax credits	232,289	279,910
Prior year (under)/ over provision		(201,575)
Unrelieved losses carried forward	521,809	444,303
Current tax (credit)	(744,538)	(950,412)

The Group has tax losses to carry forward against future profits of approximately £15,504,000 (2017: £12,808,000).

A deferred tax asset has not been recognised in respect of these losses as the Group does not anticipate sufficient taxable profits to arise in the foreseeable future to fully utilise them.

The estimated value of the deferred tax asset not recognised measured at the prevailing rate of tax when the timing differences are expected to reverse is £2,625,000 (2017: £2,164,000).

5 EARNINGS PER SHARE

Basic earnings per share
The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share is as follows:

	2018 £	2017 £
Earnings used in calculation of basic earnings per share	(4,194,509)	(3,544,979)
	Number	Number
Weighted average number of ordinary shares of 0.1p each for the calculation of basic earnings per share	312,726,405	261,558,099

Diluted earnings per share

As the Group is reporting a loss from continuing operations for both years then, in accordance with IAS33, the share options are not considered dilutive because the exercise of the share options would have the effect of reducing the loss per share.

The Company issued 50,499,999 ordinary shares on 11 May 2017 and a further placing of 62,411,000 ordinary shares was made on 18 April 2018. At the year end the issued share capital amounted to 374,469,098 ordinary shares.

6 STAFF COSTS

	2018	2017 £
Directors' salaries	611,099	486,250
Wages and salaries	654,170	501,631
Social security costs	118,357	109,805
Pension costs	5,471	-
	1,389,097	1,097,686

A credit for share based payments totalling £66,106 (2017: £52,023 charge) was made in the year.

	2018 No.	2017 No.
The average monthly number of persons during the year was:		
Research employees	16	11
Other employees	3	3
	19	14

7 REMUNERATION OF KEY MANAGEMENT PERSONNEL

Professor L Durrant received salary of £20,000 (2017: £21,667); Dr RM Goodfellow received salary of £269,167 (2017: £227,083);Dr C Holloway received a salary of £75,181 (2017: £nil) Dr S E Adams received a salary of £191,250 (2017: £187,500); Dr M Frohn received a salary of £25,000 (2017: £25,000) and Ms K Cornish-Bowden received a salary of £30,500 (2017 £25,000). Details of consulting services provided by these Directors are disclosed in note 18. In addition, a credit for share-based payments totalling £66,106 (2017: charge £52,023) was made in the year.

8 LOSS OF PARENT COMPANY

As permitted by section 408 of the Companies Act 2006, the profit and loss and other comprehensive income of the parent Company is not presented as part of these financial statements.

The parent Company's loss and other comprehensive income for the financial year was £68,906 (2017: loss £74,577).

9 TANGIBLE FIXED ASSETS

current year	Computer Equipment £	Plant and machinery £	Total £
COST			
As at 1 May 2017	32,968	513,324	546,292
Additions	8,818	2,595	11,413
As at 30 April 2018	41,786	515,919	557,705
DEPRECIATION			
As at 1 May 2017	23,262	429,921	453,183
Charge for the year	6,112	21,500	27,612
As at 30 April 2018	29,374	451,421	480,795
NET BOOK VALUE			
At 30 April 2018	12,412	64,498	76,910
At 1 May 2017	9,706	83,403	93,109

prior year	Computer Equipment £	Plant and machinery £	Total £
COST			
As at 1 May 2016	19,673	465,540	485,213
Additions	13,295	47,784	61,079
As at 30 April 2017	32,968	513,324	546,292
DEPRECIATION			
As at 1 May 2016	18,482	402,120	420,602
Charge for the year	4,780	27,801	32,581
As at 30 April 2017	23,262	429,921	453,183
NET BOOK VALUE			
At 30 April 2017	9,706	83,403	93,109
At 1 May 2016	1,191	63,420	64,611

10 GOODWILL

	£
At 1May 2016 and 2017	3,415,120
Additions	-
At 30 April 2017 and 2018	3,415,120

Goodwill is allocated to cash generating units ('CGU') and in the opinion of the Directors the Group consists of a single CGU. The goodwill arose on the acquisition of the wholly owned subsidiary Company, Scancell Limited and is considered to have an indefinite life. The Directors have carried out an impairment review of the goodwill arising on the acquisition of Scancell Limited. The Group has no budgeted revenues for the foreseeable future and so the Directors have compared the market capitalisation of Scancell Holdings plc, as quoted on AIM at the year end with the carrying value of goodwill and believe that no impairment is necessary.

11 FIXED ASSET INVESTMENTS

COMPANY - shares in Group undertaking	£
Cost at 1 May 2016	5,211,480
Share options exercised/cancelled	-
Share options granted	52,023
Cost at 30 April 2017	5,263,503
Share options exercised	-
Share options granted/cancelled	(66.106)
Cost at 30 April 2018	5,197,397

The Company's investment at the balance sheet date represents 100% of the ordinary share capital of its subsidiary Company, Scancell Limited, registered in the UK whose business is the discovery and development of treatments for cancer. There are no significant restrictions within the Group regarding access or use of assets or settling liabilities.

At 30 April 2018 the aggregate capital and reserves of Scancell Limited was £(16,973,498) (2017: £(12,781,789) and its loss for the financial year was £4,125,603 (2017:Loss of £3,470,403)

12 TRADE AND OTHER RECEIVABLES

	2018	2017
	£	£
VAT	49,133	61,906
Prepayments	48,171	39,897
	97,304	101,803

13 TRADE AND OTHER PAYABLES

	2018	2017
	£	£
Trade payables	356,319	274,686
Taxation and social security	42,729	34,783
Other payables	297,042	222,410
	696,090	531,879

14 SHARE CAPITAL

	2018 No.	2017 No.
Allotted, issued and fully paid		
0.1p ordinary shares		
At 1st May 2017	261,558,099	261,558,099
Shares issued during the year:		
11 May 2017	50,499,999	-
18 April 2018	62,411,000	-
Number of shares in issue at 30 April	**374,469,098**	**261,558,099**
	£	£
Allotted, issued and fully paid		
0.1p ordinary shares	374,469	261,558

On 11th May 2017, the Company issued 50,499,999 ordinary shares at 10p each and raised £5,050,000. A further 62,411,000 ordinary shares were issued at 12p per share on 18 April 2018. Following the year end, the Company raised £1,217,141 gross proceeds by an open offer of 10,142,838 ordinary shares at a price of 12p per share. In July 2018, Ichor Medical Systems Inc. exercised their options to 3,184,620 ordinary shares at a price of 4.5p raising a further £143,308.

All shares rank *pari passu* with voting rights and entitlement to dividend.

15 MOVEMENT ON SHARE CAPITAL AND RESERVES

GROUP

	Share Capital	Share Premium	Share Option	Retained Earnings	Total
	£	£	£	£	£
Balance 1st May 2016	261,558	21,785,295	649,652	(12,704,224)	9,992,281
Loss for the year				(3,544,979)	(3,544,979)
Share option charge			52,023		52,023
Balance 30 April 2017	261,558	21,785,295	701,675	(16,249,203)	6,499,325
Share issue	112,911	12,426,409			12,539,320
Expenses of issue		(837,080)			(837,080)
Loss for the year				(4,194,509)	(4,194,509)
Share option charge			(66,106)		(66,106)
Balance 30 April 2018	374,469	33,374,624	635,569	(20,443,712)	13,940,950

COMPANY

	Share Capital	Share Premium	Share Option	Retained Earnings	Total
	£	£	£	£	£
Balance 30 April 2016	261,558	21,785,295	649,652	(1,543,324)	21,153,182
Loss for the year				(74,577)	(74,577)
Share option charge			52,023		52,023
Balance 30 April 2017	261,558	21,785,295	701,675	(1,617,900)	21,130,628
Share issue	112,911	12,426,409			12,539,320
Expenses of issue		(837,080)			(837,080)
Loss for the year				(68,906)	(68,906)
Share option charge			(66,106)		(66,106)
Balance 30 April 2018	374,469	33,374,624	635,569	(1,686,806)	32,697,856

16 SHARE OPTIONS

The parent Company, Scancell Holdings plc, has granted options to members of staff as follows:

Share Scheme	Grant Date	Option Price	Number of shares	Period within which options are exercisable From	To
EMI	02.12.08	5.0p	290,000	02.12.11	02.12.18
	02.12.08	31.3p	120,000	02.12.11	02.12.18
	02.01.09	6.0p	145,000	02.01.12	01.01.19
	13.07.10	4.5p	6,730,000	02.12.11	14.07.20
	02.09.14	33.0p	140,000	02.09.17	02.09.24
	31.01.18	10.5p	5,829,946	31.01.18	31.01.28

The market price of the shares at 30 April 2018 was 12.2p and, the range during the year was 9.55p to 17.44p. Options may normally be exercised in whole or in part within the period of three to ten years after the date of the grant.

Further unapproved shares have been issued as follows:

Share Scheme	Grant Date	Option Price	Number of shares	Period within which options are exercisable From	To
Unapproved	02.04.09	2.5p	58,640	02.04.12	02.04.19
	01.12.08	6.0p	3,040,000	02.12.11	02.12.18
	29.06.10	4.5p	3,184,620	30.09.11	19.07.18
	29.06.10	4.5p	3,184,630	28.02.13	23.04.21
	02.12.08	9.4p	29,320	02.04.12	02.04.19
	10.12.13	33.2p	3,500,000	11.12.14	11.12.26
	18.04.16	17.0p	3,000,000	18.04.17	18.04.26
	31.01.18	10.5p	9,621,950	31.01.18	31.01.28

At 30 April 2018 the following options are held by Directors of the Company:

	Options At 30.04.17	Additions in the year	Cancelled or lapsed in the year	Options at 30.04.18	Exercise price	Date first exercisable	Expiry date
EMI Scheme							
L Durrant	3,850,000			3,850,000	4.5p	02.12.11	14.07.20
R Goodfellow	2,880,000			2,880,000	4.5p	02.12.11	14.07.20
S Adams	500,000	2,439,024	(500,000)	2,439,024	10.5p	31.01.18	31.01.28
C Holloway	0	2,439,024		2,439,024	10.5p	31.01.19	31.01.28
Unapproved							
L Durrant	3,500,000	9,000,000	(3,500,000)	9,000,000	10.5p	31.01.18	31.01.28
R Goodfellow	3,500,000			3,500,000	33.2p	10.12.14	31.12.23
J Chiplin	3,000,000			3,000,000	17.0p	18.04.17	18.04.26
S Adams		60,975		60,975	10.5p	31.01.18	31.01.28
C Holloway		560,975		560,975	10.5p	31.01.19	31.01.28

The weighted average exercise prices over the year were as follows:

	Number	Exercise Price
Enterprise Management Scheme		
Revised number of options outstanding at 1 May 2017	7,965,000	7.2p
Additions in the year	5,829,946	10.5p
Cancellations/lapsed in the year	(540,000)	33.0p
Number of options outstanding at 30 April 2018	13,254,946	7.6p
Number of EMI options exercisable at 30 April 2018	7,285,000	5.09

SHARE OPTIONS (continued)

Unapproved Scheme		
Revised number of options outstanding at 1 May 2017	19,497,210	30.5p
Additions in the year	9,621,950	10.5p
Cancellations/lapsed	(3,500,000)	33.2p
Number of options outstanding at 30 April 2018	25,619,160	28.7p
Number of unapproved options exercisable at 30 April 2018	9,812,580	19.34p

Within the unapproved options are those granted to Ichor Medical Systems Inc. ("Ichor") pursuant to the License and Supply Agreement ('the Agreement') dated 13 July 2009. Under the terms of the Agreement, Ichor agreed to supply its TriGrid™ electroporation device for Scancell's pre-clinical and forthcoming clinical studies with SCIB1 and gave Scancell an option to license TriGrid™ for commercial use on achievement of certain milestones and payment of royalties. In return, Ichor was granted options to subscribe for ordinary shares in the Company. The options have been granted at 4.5p per share and vest as follows.

3,184,620	on commencement of first Phase II clinical trial (exercised on 19 July 2018)
3,184,630	on completion of first Phase II clinical trial

Each tranche of the options may be exercised at any time in the five year period after the relevant vesting date.

All share options are equity settled. All options are subject to time vesting schedules to ensure retention and stretching performance hurdles to ensure that rewards are consistent with delivery of strategic goals. Examples of performance hurdles include progress in clinical development programs, partnering and share price targets.

17 SHARE BASED PAYMENTS

The Group operates a number of share based incentive schemes as detailed in note 16 above. The fair value of the awards granted and the assumptions used in the calculations are as follows:

Date of Grant	Type of Award	Number of Awards	Exercise Price	Share price at grant date	Fair value per option
2 December 2008	EMI	290,000	5.0p	5.8p	3.3p
2 December 2008	EMI	120,000	31.0p	5.8p	0.2p
2 December 2008	Unapproved	3,040,000	6.0p	5.8p	3.3p
2 January 2009	EMI	145,000	6.0p	5.8p	3.3p
2 April 2009	Unapproved	58,640	2.5p	4.0p	2.7p
2 April 2009	Unapproved	29,320	9.4p	4.0p	1.5p
29 June 2010	Unapproved	6,369,250	4.5p	6.0p	2.2p
14 July 2010	EMI	6,730,000	4.5p	6.25p	2.1p
10 December 2013	Unapproved	3,500,000	33.2p	36.0p	4.0p
18 April 2016	Unapproved	3,000,000	17.0p	17.0p	3.0p
31 January 2018	EMI	5,829,946	10.5p	10.25p	1.0p
31 January 2018	Unapproved	9,621,950	10.5p	10.25p	1.0p

The number of shares shown above has been adjusted for the sub-division of shares that occurred in July 2011.

A description of the key assumptions used in calculating the share-based payments follows.

1. The Black-Scholes valuation methodology was used.
2. The expected volatility is based upon historical volatility over a period of time and amounted to 10.2%
3. The expected life used in the model varies between two and five years and is based upon management's best estimate for the effects of non-transferability, exercise restrictions and behavioural considerations.
4. The risk-free rate is based upon the prevailing UK bank base rate at grant date.
5. Expected dividend yield is nil.

18 RELATED PARTY TRANSACTIONS

During the year, the following Directors provided consultancy services to the Company as follows:

	2018 Total	2017 Total
Professor L Durrant	£155,000	£157,500
Dr R.M Goodfellow	£51,667	£nil
Dr J Chiplin	£225,006	£175,000
Dr A Lewis	£20,000	£15,000

At the end of the year the following balances were outstanding:

	2018	2017
Professor L Durrant	£15,790	£15,541
Dr J Chiplin	£nil	£nil
Dr Richard Goodfellow	£13,206	£nil

All of the above transactions were conducted under normal commercial terms.

Professor L Durrant, and Dr J Chiplin provided their consultancy through limited companies.

In addition to the above the Company has a current account with its subsidiary Company, Scancell Limited. At the year end the balance owing by Scancell Limited amounted to £27,038,297 (2017: £15,355,967). The current account balance is interest free and there are no set repayment terms.

19 RECONCILIATION OF LOSS BEFORE TAX TO NET CASH GENERATED FROM OPERATIONS

	2018 £	2017 £
Loss before taxation	(4,939,047)	(4,495,391)
Adjustments for:		
Share option costs	(66,106)	52,023
Depreciation of computers, plant and equipment	27,612	32,581
Other income	(2,753)	(53,445)
Operating cash flows before movement in working capital	(4,980,294)	(4,464,232)
Decrease/ (Increase) in amounts receivable	4,499	18,962
(Decrease)/Increase in amounts payable	164,211	(43,772)
Net cash outflow from operating activities	(4,811,584)	(4,489,042)

20 FINANCIAL INSTRUMENTS

The Group holds or issues financial instruments in order to achieve two main objectives, being:
(a) to finance its operations; and
(b) to manage its exposure to interest and currency risks arising from its operations and from its sources of finance.

In addition, various financial instruments (e.g. receivables, trade payables, accruals and prepayments) arise directly from the Group's and the Company's operations. Transactions in financial instruments result in the Group assuming or transferring to another party one or more of the financial risks described below.

The Group currently finances its operations through reserves of cash and liquid resources and does not have a borrowing requirement. Surplus cash at bank is placed on deposits at variable rates. The Board monitors the financial markets and the Group's own requirements to ensure that the policies are exercised in the Group's best interests.

Liquidity risk
Liquidity risk is the risk that the Group and Company will not be able to meet their financial obligations as they fall due. The Group and Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group and Company's reputation.

Market risk
Market risk is the risk that changes in market prices, such as interest rates and exchange rates will affect the Group and Company's income or the value of the holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters whilst optimising the return.

The Group has no financial assets other than sterling current account balances of £10,303,168 (2017: £2,672,335) which are instantly available funds attracting variable rates of interest.

Historically the Group has not used derivative instruments to hedge against possible risks arising from fluctuations in foreign currency exchange rates as the exposure is limited. If foreign currency exposure increases, the use of foreign currency hedging instruments will be reviewed as a means of reducing the effect of exchange rate fluctuations on the Group's results.

Credit risk
Credit risk is the risk of financial loss to the Group and Company if a customer or counter-party to a financial instrument fails to meet its contractual obligations and arises principally from a Company's receivables from Customers. The Group and Company have no third party customers and so this risk is viewed as minimal.

Maturity of financial liabilities
All of the Group's financial liabilities as at 30 April 2018 are payable within less than one year.

Fair values
All of the Group's financial assets and liabilities are initially recognised at transaction value. There is no material difference between the book value and the fair value of the Group's financial assets or liabilities.

The Group's financial instruments comprise cash and cash equivalents, borrowings and items such as trade payables which arise directly from its operations. The main purpose of these financial instruments is to provide finance for the Group's operations.

Financial instruments

Group

	2018	2017
	£	£
Financial assets		
Cash and cash equivalents	10,303,168	2,672,335
Trade and other receivables	841,842	850,640
Financial liabilities		
Trade and other payables	(696,090)	(531,879)

Company

Financial assets		
Cash and cash equivalents	642,501	611,205
Trade and other receivables	27,076,633	15,393,423
Financial liabilities		
Trade and other payables	(218,677)	(137,504)

The carrying amounts are equal to the fair value therefore no impairment is required.

21 OPERATING LEASE COMMITMENTS

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2018	2017
Land and buildings	£	£
Within one year	79,553	15,949
Between one and five years	70,321	-
Later than five years	-	-
	149,874	15,949

Scancell Holdings plc

COMPANY STATEMENT OF CHANGES IN EQUITY

for the year ended 30 April 2018

	Share Capital	Share Premium	Share Option	Retained Earnings	Total
	£	£	£	£	£
Balance 30 April 2016	261,558	21,785,295	649,652	(1,543,324)	21,153,182
Loss for the year				(74,577)	(74,577)
Share option charge			52,023		52,023
Balance 30 April 2017	261,558	21,785,295	701,675	(1,617,900)	21,130,628
Share issue	112,911	12,426,409			12,539,320
Expenses of issue		(837,080)			(837,080)
Loss for the year				(68,906)	(68,906)
Share option charge			(66,106)		(66,106)
Balance 30 April 2018	374,469	33,374,624	635,569	(1,686,806)	32,697,857

Scancell Holdings plc
COMPANY STATEMENT OF FINANCIAL POSITION
As at 30 April 2018

		2018	2017
ASSETS		£	£
Non-current assets			
Investments	11	5,197,397	5,263,504
		5,197,397	5,263,504
Current assets			
Trade and other receivables	A	27,076,633	15,393,423
Cash and cash equivalents	B	642,503	611,205
		27,719,136	16,004,628
TOTAL ASSETS		32,916,533	21,268,132
LIABILITIES			
Current Liabilities			
Trade and other payables	C	(218,677)	(137,504)
TOTAL LIABILITIES		(218,677)	(137,504)
NET ASSETS		32,697,856	21,130,628
SHAREHOLDERS' EQUITY			
Called up share capital	14	374,469	261,558
Share premium	15	33,374,624	21,785,295
Share option reserve	15	635,569	701,675
Profit and loss account	15	(1,686,806)	(1,617,900)
TOTAL SHAREHOLDERS' EQUITY		32,697,856	21,130,628

These financial statements were approved by the Directors on 24 September, 2018 and are authorised for issue and are signed on their behalf by:

John Chiplin
Director

Scancell Holdings plc
COMPANY STATEMENT OF CASHFLOWS
for the year ended 30 April 2018

	2018 £	2017 £
Operating activities		
Cash generated from operations (note D)	(11,670,942)	60,223
Income taxes received	-	-
Net cash from operating activities	**(11,670,942)**	**60,223**
Financing activities		
Proceeds from issue of share capital	12,539,320	-
Expenses of share issue	(837,080)	-
Net cash generated from financing activities	11,702,240	-
Net increase in cash and cash equivalents	**31,298**	**60,223**
Cash and cash equivalents at beginning of the year	**611,205**	**550,982**
Cash and cash equivalents at end of the year	**642,503**	**611,205**

A TRADE AND OTHER RECEIVABLES

Company	2018 £	2017 £
Amount owed by Group undertakings	27,038,297	15,355,966
VAT	10,393	13,271
Prepayments	27,943	24,186
	27,076,633	15,393,423

The amounts owed by Group undertakings are interest free with no set repayment term.

B CASH AND CASH EQUIVALENTS

Company		
Cash at bank and in hand	642,503	611,205

C TRADE AND OTHER PAYABLES

Trade creditors	39,357	28,004
Other creditors	179,320	109,500
	218,677	137,504

D RECONCILIATION OF LOSS BEFORE TAXATION TO NET CASH GENERATED FROM OPERATIONS

Operating Loss for the year before taxation	(68,905)	(74,577)
(Increase)/Decrease in amounts receivable	(11,683,210)	165,369
(Decrease)/Increase in amounts payable	81,173	(30,569)
Cash generated from operations	(11,670,942)	60,223